

Delaware and Hudson Canal Company, Excerpts from the Minutes of the Meetings of the Board of Directors, May 12, 1903—December 31, 1905

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Having read Delaware and Hudson Canal Company Minutes of Board of Directors Meetings (also meetings of subordinate committees of the Board of Directors and meetings of the D&H Stockholders), May 12, 1903—December 31, 1905 (meetings held in the Office of the Delaware & Hudson Canal Company, New York City), we have selected therefrom, for presentation here, data and facts that are important in the history of the Delaware and Hudson Canal Company and/or the Delaware and Hudson Railroad which are not generally known about the D&H or which are not reported in public or private documents or archives.

1. Cooperstown & Charlotte Valley and Cooperstown and Susquehanna Valley Railroad Companies: June 12, 1903, Executive Committee (Messrs. Orr, Alexander, Cromwell and President Willcox) meeting: "The President also reported that, in pursuance of the action of the Executive Committee May 2, 1902, authorizing the expenditure of \$175,000 for the purchase of the stock of the Cooperstown & Charlotte Valley and Cooperstown & Susquehanna Valley Railroad Companies, or a proportionate amount for a majority of said stock, he had effected an arrangement with the owners thereof so that the expense of acquiring control of those properties by purchase of the stock of the Cooperstown & Charlotte Valley R. R. Co. Sale of which would not exceed the sum of \$112,500. Upon motion, duly seconded, his action in this respect was approved and confirmed."

2. Sale of a Part of D&H Weehawken Property to Pennsylvania Railroad Company: July 16, 1903, Executive Committee meeting (Messrs. Orr, Alexander, Hayes, and President Willcox, Mr. Orr in the Chair): "The President presented the following report with reference to an application by the Pennsylvania Railroad Company to purchase part of this Company's Weehawken property. / To the Executive Committee of The Delaware and Hudson Company. / The Pennsylvania Railroad Company has made application to this Company to purchase a part of its property at Weehawken. The property of the Company now consists of a frontage of 1,050 feet which is improved with docks and a coal trestle and comprises also certain slips and a large basin. Upon their asking the value of this property they were told this Company had always considered that it was worth about \$2,000 per running foot and that the entire property was, therefore, worth about \$2,000,000. The only other railroad company having a terminus in the immediate neighborhood is the Erie Railroad Company, which has recently stated that it doesn't desire to purchase the property.

"The part of the premises desired by the Pennsylvania Railroad Company begins at the boundary line of the Erie property and runs northerly about 150 feet in width. It includes over one half of what is known as the South Dock. / It's reason for wishing to purchase is that the projected tunnel under the Hudson River and the western power house connected therewith are very near to the property in question and the same is desired in order to furnish access to the water for condensation purposes and also to afford room for dumping ashes and storing coal for the purposes of the power house... It seems extremely unlikely that this Company will ever require to use this property in the transaction of its business... Under the circumstances, it seems desirable to make the sale to the Pennsylvania Railroad Company, reserving the right of way for the tracks now on the premises

which are above mentioned. It seems that a proper price to name would be \$300,000, especially as the premises include a valuable slip. It would be well also to be prepared to make some concession from this price if it should be necessary to effect the sale. Dated July 14, 1903, David Willcox, President / Upon motion, it was Resolved, That the sale of the foregoing premises be and is hereby authorized and approved, at a price not less than \$250,000, and that the President is hereby authorized to take such steps as may be necessary to effect the same."

3. Sale of D&H Canal Reservoirs in Pennsylvania: July 16, 1903: "The President reported as follows regarding an offer made to this Company to purchase the unsold* Canal reservoirs in Pennsylvania. That one A. F. Searle, of Honesdale, had originally offered \$5,000 for the property. The General Agent of the Real Estate Department of this Company made a counter proposition of \$10,000, with the result that A. F. Searle's offer has now been raised to \$7,500 in cash. Since the Canal was discontinued, no use has been made of such property and it has been the practice to sell it whenever the opportunity occurred. It therefore seems desirable to accept Mr. Searle's offer."

"The following is a memorandum of the character of the property: **White Oak Reservoir:** area of flowage rights, 358 acres; area in fee, 1 acre; height of bulk head, 26 feet. **Swamp:** area of flowage rights, 55 acres; height of bulk head, 20 feet. **Long or Cramer:** area of flowage rights, 153 acres; height of bulk head, 20 feet. **Stevenson:** area in fee, 128 acres; height of bulk head, 22 feet. **Miller:** area of flowage rights, 97 acres; height of bulk head, 24 1/2 feet. **Belmont or Beaver Meadow:** 300 acres (about) in fee; height of bulk head, 25 feet. **Upper Woods:** area of flowage rights, 80 acres; no dam. **Lower Woods:** area of flowage rights, 96 acres; height of bulk head, 18 1/2 feet. Total acreage of flowage rights, 839 acres. Total acreage owned in fee, 429 acres. [*The list of reservoirs given here is not to be seen as the complete list of D&H reservoirs in Pennsylvania. Some of the D&H Reservoirs in Pennsylvania were sold before this meeting of the Executive Committee.] / . . . Upon motion it was: Resolved that the sale of said property be and the same is authorized at the sum of \$7,500 in cash and that the officers are authorized to execute the necessary conveyances."

4. Announcement of Retirement of Robert M. Olyphant: July 29, 1903: "Upon the retirement of Mr. Robert M. Olyphant from the Presidency, it is proper that the records of this Company should commemorate his distinguished official career extending over substantially thirty years, and should express the sincere appreciation of his associates. / Mr. Olyphant was first elected a Manager of this Company upon May 13, 1873, and was re-elected in 1874. Owing, however, to the fact that his son, Mr. Harwood V. Olyphant, had accepted a position in the Company's service, Mr. R. M. Olyphant did not participate in its management during that year and retired from the Board in 1875. Upon September 15, 1876, Mr. Olyphant was appointed to the position of Assistant President and upon May 9, 1882, was elected Vice President. Upon January 24, 1883, he was again elected to membership of the Board of Managers. Mr. Dickson, the President of the Company, having died upon August 2, 1884, Mr. Olyphant was thereupon elected Acting President, and October 24, 1884, was elected president of the Company. He was thereafter annually re-elected and continued to serve until May 13 of the present year. Owing to his declining a re-election, his service as President then terminated and he was elected chairman of the Executive Committee so that the Company might benefit of his long experience in the management of its affairs."

5. D&H Property Insurance Fund: January 27, 1904: "The President reported that the breaker and washery of the Company at Olyphant and a part of the shops at Green Island had been burned during the last week, causing a loss of about \$160,000, which would about exhaust the Insurance Fund, and said that he thought it possible that the Board might wish to revise the plan adopted in November 1902, under which the Company carries its own insurance. Upon motion, duly seconded, this matter was referred to the Executive Committee, with power."

6. James H. Hyde Elected a D&H Manager: January 27, 1904: "The Committee appointed May 27, 1903, to suggest a person to fill the vacancy in the Board caused by the resignation of Mr. H. G. Young, made a verbal report recommending Mr. James H. Hyde for that position. Upon motion, duly seconded, the Secretary was authorized to cast one ballot for Mr. James H. Hyde, for Manager, which was done. He was thereupon duly elected a Manager of the Company."

7. Three Café Cars and Twenty First Class Passenger Cars To Be Purchased: February 8, 1904: "Railroad Committee Meeting: Members: Mr. Grant in the Chair, Messrs. Wilber, Peabody, Harriman, and the President. Messrs. Olyphant (Ch. Exec. Comm) and Culver (2nd V. P.) were also present. Mr. Culver has now submitted a request that the purchase of the following new equipment be authorized: Three café cars at an expense not to exceed \$33,000 and twenty first class passenger coaches at not exceeding \$160,000, making \$193,000 in all. It will be remembered that eleven passenger coaches were destroyed by the recent fire at Green Island.... Upon motion, it was resolved that the purchase of said café cars and passenger coaches be authorized and the Second Vice President be empowered to proceed to secure proposals and the President to close contracts therefor."

8. D&H Earnings, Expenses, and Income for 1903, as Reported in 1903 Annual Report: Gross Earnings: \$34,186,370.61; Gross Expenses and Taxes: \$27,092,163.49; Net Income: \$4,099,346.13.

9. Managers of the D&H for 1904: Annual Meeting of D&H Stockholders for the year 1904, Office of the D&H Company, No. 21 Cortland Street, New York City: Managers elected: R. M. Olyphant, Alexander E. Orr, Chauncey M. Depew, James W. Alexander, John Jacob Astor, R. Somers Hayes, Frederic Cromwell, David Willcox, R. Suydam Grant, George I. Wilber, Charles A. Peabody, Edward H. Harriman, James H. Hyde.

10. Block Signals on Sections of the Pennsylvania and Champlain Divisions: July 27, 1904: "The President read a letter from Second Vice President Culver relative to the installation of block signals upon the Pennsylvania Division between Jefferson Junction and Nineveh, and upon the Champlain Division between Westport and Plattsburgh. Upon motion, duly seconded, the proposition was approved and the President was authorized to put the same into effect at such time as in his judgment seems most expedient."

11. Access to D&H Safe: October 25, 1904: Executive Committee meeting: Mr. Olyphant, Chairman; Messrs. Orr, Cromwell, and the President, David Willcox: "The President stated that at present the right of access to the Company's safe in the Mercantile Safe Deposit Company is restricted merely to the Treasurer (C. A. Walker), that by reason of his occasional absence it is desirable to have some other person possessed of the same authority, and suggested the Secretary

for that purpose. Upon motion, it was Resolved that the Secretary (F. M. Olyphant) shall have the right of access to the safe numbered 3320 in the vaults of the Mercantile Safe Deposit Company in the name of this Company."

12. New Equipment Acquired 1904: Report to the Board of Managers for the Year Ending December 31, 1904: "The following new equipment has been acquired by purchase or construction: 50 locomotives, 20 passenger coaches, 3 café cars, 1 baggage car, 2 combination cars, 100 flat cars. 50 coal cars, 6 milk cars, and 115 cars used in the Company's services."

13. Fifteen Class E-3a Locomotives Purchased: January 24, 1905: "The President reported the purchase of fifteen consolidation locomotives of the Class E-3a, namely having 10 wheels, 8 drivers, cylinders of 20 x 30 inches, total weight 187,000 pounds, tractive power 38,154 pounds, price \$15,200 each, delivered on The Delaware and Hudson tracks, payable ninety days after acceptance, and that delivery of these locomotives would be completed this week. / Upon motion this action was duly approved."

14. Resignation of C. S. Weston, General Agent of the Real Estate Department: "Executive Committee meeting: February 27, 1905: "The President stated that upon the resignation of Mr. Charles S. Weston as General Agent of the Real Estate Department he had designated the Secretary [F. M. Olyphant] of the Company to exercise supervision over that department, and in view of the Secretary's added duties and his long service with the Company it was recommended that his salary be fixed at the sum of \$10,000 per annum. Upon motion, the recommendation was adopted and the Secretary's salary fixed accordingly, to take effect from March 1, 1905."

15. Agreement between Luzerne County Brewing Company and the D&H: March 20, 1905, Executive Committee meeting: "The President submitted a deed conveying property at Wilkes-Barre, containing about 60,000 square feet to the Luzerne County Brewing Company upon condition that within one year it shall erect thereon a brewery costing \$100,000, and with a capacity of at least 100,000 barrels per annum. The Brewing Company has entered into an agreement to give this Company all its transportation business. If the Brewing Company shall cease to operate, it may purchase the property for \$100,000.00, otherwise it shall revert to this Company. Upon motion, duly seconded, the due execution and delivery of the deed was authorized."

16. Death of R. Somers Hayes: April 5, 1905: "Upon motion, duly seconded, the following minute was adopted with the death of Mr. Hayes. / . . . This Board desires to place on record a tribute of respect and esteem for its late associate and friend, Mr. R. Somers Hayes, who died March 2, 1905. / Mr. Hayes was elected to membership in this Board on May 11, 1897. He brought to the discharge of his duty as a Trustee of this Company a mind well stored with knowledge of the best methods of corporate management acquired through a long and successful career in that branch of industrial enterprise."

17. Salaries of Officers and Employees, 1905: From the "Report to the Executive Committee from David Willcox, President: David Willcox, President, \$27,600; R. M. Olyphant, Chairman of the Executive Committee, \$15,000; Abel I. Culver, Second Vice President, \$15,000; Charles A. Walker, Treasurer, \$12,000; C. C. Rose, Superintendent Coal Department, \$12,000; F. M.

Olyphant, Secretary, \$10,000; James MacMartin, Chief Engineer, \$6,000; H. E. Gilpin, Superintendent Pennsylvania Division, \$6,000; J. H. Manning, Superintendent Motive Power, \$5,500; Talbot Olyphant, Assistant Secretary, \$3,000."

(To be continued.)

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